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the AMAZING SPIDER-MAN®

Stan Lee presents

"THE FURY OF X-FACTOR!"

6:30 A.M.: ARRESTED AND IMPRISONED FOR THE CRIMES OF THE HOBGOBLIN, **FLASH THOMPSON** BECAME AN UNWILLING PARTICIPANT IN A JAILBREAK ONLY HOURS AGO, AND NOW...

MS. BANKS, IS IT TRUE THAT YOU WERE CONFERRING WITH YOUR CLIENT, ***FLASH THOMPSON***, LAST NIGHT IN HIS CELL WHEN THE JAILBREAK OCCURRED?

NO COMMENT!

HOW MANY MEN HELPED HIM ESCAPE?

DOESN'T THIS CONCLUSIVELY PROVE THAT THOMPSON IS THE ***HOBGOBLIN?***

NO COMMENT!

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THOMPSON'S LAWYER IS A REAL PRO! SHE ISN'T GIVING ANYTHING AWAY--BUT THAT WON'T STOP ME FROM GETTING A STORY!

CAPTAIN KEATING--?

YEAH?

I UNDERSTAND THAT YOU HAVE PLACED YOURSELF IN CHARGE OF SUPERVISING THE EFFORTS TO RECAPTURE THOMPSON!

THAT'S RIGHT!

I TAKE IT REAL PERSONAL WHENEVER ANYONE BUSTS OUT OF *MY* JAIL!

DO YOU THINK HE'S GUILTY OF THE CHARGES AGAINST HIM?

INNOCENT MEN DON'T RUN FROM THE LAW!

...AND I AIN'T GONNA REST UNTIL HE'S BACK BEHIND BARS WHERE HE BELONGS!

YOU'RE LEAVING SO SOON?

WE JUST GOT HERE!

SORRY, ALFREDO! I REALLY ENJOYED HITTING THE DANCE CLUBS WITH YOU, AND PARTYING UNTIL DAWN--

--BUT, THIS LITTLE WORKING GIRL NEEDS HER BEAUTY REST!

I THOUGHT WE WERE GOING TO...

MAYBE NEXT TIME, TIGER!

B-BUT, MARY JANE...

AT LEAST, LET ME HAVE MY CHAUFFEUR DRIVE YOU--!

IT ISN'T NECESSARY!

CIAO!

I MIGHT HAVE ENJOYED SPENDING A BIT MORE TIME WITH ALFREDO IF IT HADN'T BEEN FOR THAT EARLY MORNING NEWS BULLETIN!

PETER PARKER MUST BE FRANTIC! HE'S KNOWN FLASH SO MUCH LONGER THAN I HAVE!

TAXI--!

A DOWNTOWN CAB RIDE BRINGS MARY JANE WATSON TO 410 CHELSEA STREET, AND THEN...

I JUST HOPE PETEY'S IN HIS APARTMENT!

SINCE HE IS SECRETLY *SPIDER-MAN*, LOOKING FOR FLASH COULD PRESENT A REAL DILEMMA TO HIM!

I'M SURE HE REALLY WANTS TO HELP HIS FRIEND -- BUT PETER COULD BE IN BIG DANGER IF FLASH THOMPSON REALLY IS THE *HOBGOBLIN!*

PETER--? YOU HOME?

NO ANSWER! GUESS I'LL HAVE TO USE THE SPARE KEY HIS LANDLADY GAVE ME WHEN I RECENTLY HELPED REDECORATE HIS APARTMENT!*

*SEE *WEB OF SPIDER-MAN* #15 -- OWZ!

IT'S FUNNY, I HAVEN'T FELT COMFORTABLE IN THIS PLACE EVER SINCE I FIRST REALIZED THAT PETER WAS *SPIDER-MAN!*

I HATE THE THOUGHT OF HIM OUT RISKING HIS NECK IN THAT STUPID COSTUME, AND I'M ALWAYS AFRAID OF WHAT I MIGHT FIND IN HERE!

OH, WELL, NO SIGN OF HIM HERE... UNLESS HE'S IN THE BATHROOM!

PETER--? YOU IN THERE?

PETER--!!

INNOCENT MEN DON'T RUN FROM THE LAW!

DAILY BUGLE

I AIN'T GONNA REST UNTIL HE'S BACK BEHIND BARS!

KEATING SOUNDS LIKE HE'S OUT FOR BLOOD!

I DON'T UNDERSTAND IT, JONAH!

I WAS SO SURE THAT THOMPSON WASN'T GUILTY!

YOU BASING HIS INNOCENCE ON *PROOF*, OR GUT INSTINCT?

THESE TWO PICTURES WERE TAKEN--BARELY AN HOUR APART--ON THE DAY THOMPSON WAS ARRESTED FOR THE CRIMES OF THE HOBGOBLIN! *

*SEE ISSUE #276--OWZ!

THEY CLEARLY SHOW THAT THOMPSON WAS WEARING A SLIGHTLY DIFFERENT COSTUME FROM THE REAL HOBGOBLIN!

MAYBE THE GUY OWNS MORE THAN ONE UNION SUIT! JUST LIKE HIS WALL-CRAWLING PAL!

HE COULDN'T HAVE CHANGED HIS CLOTHES --BECAUSE EYE-WITNESSES REPORT THAT HE WAS BUSY FIGHTING *SPIDER-MAN* AT THE TIME!

TOO BAD KEATING ISN'T OUT HUNTING *HIM!*

BUT, JONAH, SPIDER-MAN'S NOT REALLY INVOLVED IN ALL THIS!

MORE AND MORE PEOPLE ARE THREATENED BY THE DREADED *MUTANT* MENACE!

DON'T KID YOURSELF, ROBBIE!

THAT WEB-SWINGING WEIRDO IS THE *REAL* MENACE TO PUBLIC SAFETY!

THEY LIVE IN SECRET AND PLAN TO DESTROY THE VERY LIVES OF US *NORMAL* PEOPLE!

EH--?!

X-FACTOR

555-0055

X-FACTOR

555-0055

CALL NOW

BUT NOW, *X-FACTOR* CAN PROTECT YOU! IF YOU SUSPECT *ANYONE* OF MUTANT ACTIVITY, CALL THIS TOLL-FREE NUMBER NOW, AND LET THE MUTANT PROFESSIONALS HANDLE IT!

SOMETIME LATER, ON THE LOWER WEST SIDE OF MANHATTAN, AT THE CORPORATE HEADQUARTERS OF **X-FACTOR...**

YOU TWO ARE CRAZY--

--TO THINK YOU CAN TAKE ON THE THREE OF US!

THAT REMAINS TO BE SEEN!

OH, YEAH? I'M SURE A FEW DOZEN *ICE BALLS* WILL CONVINCE YOU!

BAD MOVE, *ICEMAN!*

YOU SHOULD HAVE REALIZED THAT I WOULD TELEKINETICALLY REDIRECT YOUR ATTACK BACK AT YOU AND YOUR TEAM-MATES!

YIPES!

SHE'S RIGHT, BOBBY! YOU BARELY HAD TIME TO WHIP UP AN ICE SHIELD--

--AND IT'S TAKING ALL MY SKILL AND SPEED TO DODGE YOUR STUPID OVERGROWN SNOWFLAKES!

MARVEL GIRL, FORGET THE *ANGEL*, AND CONCENTRATE ON ICEMAN!

MY ENERGY BEAM HAS PIERCED HIS SHIELD!

HEY--!

TWO AGAINST ONE ISN'T VERY FAIR! =*UGNN*=

YOU CAN'T CRY *FOUL* IN A REAL FIGHT, BOBBY!

MY DEAR CYCLOPS, DON'T YOU THINK YOU'RE TAKING THIS PRACTICE SESSION A WEE BIT TOO SERIOUSLY?

THE BEAST! BEHIND ME--!

YOU SHOULD KNOW BETTER, HANK! WE MUST HONE OUR SKILLS! BE PREPARED FOR ANY ATTACK!

PERHAPS, BUT NO ONE IS MORE FULLY HONED THAN THE EVER-AGILE, BOUNCING BEAST!

MARVEL GIRL, HE'S HEADED FOR THAT TRAPEZE--!

I'M WAY AHEAD OF YOU, SCOTT!

LOOK OUT, BELOW!

GET OFF ME, YOU CLUMSY ÷UFFF÷

CARE TO TRY YOUR LUCK AGAIN?

NO THANKS!

BZZZ!

COULD YOU ANSWER THE VIDEO. MONITOR, SCOTT? I'M ALL TIED UP RIGHT NOW!

WHAT'S UP, HODGE?

WE HAVE A CLIENT--WITH AN INTERESTING JOB OFFER!

MEET ME IN THE CONFERENCE ROOM IN FIVE MINUTES!

J. JONAH JAMESON PUBLISHER OF THE *DAILY BUGLE*, SAW ONE OF OUR ADS EARLIER THIS MORNING!

HE WANTS TO HIRE *X-FACTOR* TO CAPTURE *SPIDER-MAN!*

ARE YOU SERIOUS?

TELL HIM TO TRY CALLING *C-FACTOR!* WE SPECIALIZE IN MUTANTS, NOT COSTUMED CORNBALLS!

HANK'S RIGHT! SPIDER-MAN'S NO MUTANT!

HOW CAN YOU BE SO SURE? HE LOOKS WEIRD, AND CAN APPARENTLY STICK TO WALLS!

THAT SAYS *MUTANT* TO YOUR MAN IN THE STREET!

LOOK, WE GET A LOT OF CRANK CALLS THAT ARE EASY TO DISMISS! PEOPLE REPORTING NEIGHBORS AS MUTANTS!

BUT, WE CAN'T JUST BRUSH OFF AN IM-PORTANT MAN LIKE JAMESON!

WHY NOT? WE FORMED X-FACTOR SO THAT WE COULD FIND OTHER MU-TANTS--AND SECRETLY TRAIN THEM TO CONTROL THEIR SPECIAL ABILITIES--SO THAT THEY WON'T BE A MENACE TO HUMAN SOCIETY!

WE'RE NOT BOUNTY HUNTERS!

THE PUBLIC THINKS WE ARE--

--THANKS TO OUR OWN ADS!

HEY, WHO SAYS WE CAN'T HELP SPIDER-MAN IN THE SAME WAY WE HELP OUR FELLOW MUTANTS.

AND, JUST THINK OF ALL THE FREE PUBLICITY YOU'D GET FROM THIS ASSIGNMENT!

WELL, SCOTT, YOU'RE OUR LEADER.

WHAT DO YOU THINK WE SHOULD DO?

UGNN

PETER! WHAT IS IT? WHAT'S WRONG?

M-MARY JANE? WHAT ARE YOU DOING HERE?

H-HOW'D I GET IN BED?

NEVER MIND THAT NOW! JUST TELL ME WHY I FOUND YOU CRUMPLED UP ON YOUR FLOOR!

D-DON'T EVEN REMEMBER GETTING HOME LAST NIGHT!

M-MUST HAVE PASSED OUT RIGHT AFTER I SLIPPED IN THROUGH THE BATHROOM SKYLIGHT!

WHAT HAPPENED TO YOU, PETER?

W-WAS TRYING TO EARN SOME MONEY TO HELP FLASH THOMPSON PAY HIS LEGAL COSTS!

T-TOOK A TEMPORARY JOB...

...B-BUT THINGS WENT SOUR AND I WAS CLOBBERED BY A BIG BRUISER NAMED THE *RHINO!**

H-HE MUST'A HIT ME A LOT HARDER THAN I THOUGHT! HEAD'S STILL POUNDING!

*SEE LAST ISSUE--OWZ!

F-FEEL SO NAUSEOUS! G-GOT TO REST! TO SLEEPPPP...

PETER DOESN'T KNOW ABOUT FLASH'S ESCAPE FROM JAIL! SHOULD I TELL HIM? HE'D WANT TO KNOW!

HOW CAN I BURDEN HIM NOW? HE'S IN NO SHAPE TO HELP ANYONE ELSE!

ARE YOU ABSOLUTELY CERTAIN THAT SPIDER-MAN IS A MUTANT?

DAILY BUGLE

WHAT ELSE CAN HE BE? EVER SEE HOW HE HANGS UPSIDE-DOWN? WEIRD, I TELL YOU!

WE'LL NEED A SMALL RETAINER BEFORE WE CAN BEGIN WORK.

HOW SMALL?

$50,000 TO START!

WHAT?! HOW MUCH IS THIS GOING TO COST?

A JOB LIKE THIS COULD RUN INTO THE HUNDREDS OF THOUSANDS!

÷*HARUUMPH*÷ HERE'S YOUR FIRST CHECK! CALL ME WHEN IT'S USED UP, AND WE'LL DISCUSS WHETHER YOU SHOULD CONTINUE

I'M PAYING FOR THIS OUT OF MY OWN POCKET BECAUSE I HONESTLY BELIEVE THAT WALL-CRAWLING CREEP IS A THREAT TO SOCIETY!

I AM A VERY BIG MAN IN THIS TOWN, AND I EXPECT RESULTS FOR MY MONEY!

WE UNDERSTAND, MR. JAMESON.

I'M SURE YOU DO!

HOW CAN YOU DO BUSINESS WITH THOSE PEOPLE, JONAH?

THEY ARE CHEAP, COLD-BLOODED BOUNTY HUNTERS!

NOT SO CHEAP!

BESIDES, ROBBIE THERE'S NO WAY I CAN LOSE ON THIS DEAL!

IF X-FACTOR COMES THROUGH FOR ME, THE CITY WILL FINALLY BE SAFE FROM SPIDER-MAN! IF NOT, I CAN EXPOSE THEM AS FRAUDS!

EITHER WAY, THE ***BUGLE*** AND ***NOW*** MAGAZINE ARE GUARANTEED SOME PRETTY JUICY HEADLINES!

I KNOW THAT SMILE, JONAH! YOU INTEND TO MOUNT A CAMPAIGN AGAINST THESE PEOPLE EVEN IF THEY DO SUCCEED!

OF COURSE! IN ITS OWN WAY, X-FACTOR IS AS MUCH A MENACE TO SOCIETY AS THE WEB-SWINGER!

THEY'RE VULTURES WHO ARE FUELING THE COUNTRY'S ANTI-MUTANT PARANOIA FOR THEIR OWN PROFIT!

MAYBE SO, BUT I DON'T LIKE THE WAY YOU SET THEM UP!

WHY SHOULD I CARE IF JONAH WANTS TO CRUCIFY X-FACTOR?

I HATE EVERYTHING THEY STAND FOR! THEY HUNT MUTANTS THE WAY OTHERS USED TO HUNT BLACKS...AND JEWS!

BUT, THE BUGLE MUST ACT RESPONSIBLY! WE'RE A NEWSPAPER--NOT A SMEAR SHEET!

BETTY, HAVE YOU MANAGED TO GET ***SHARON BANKS*** ON THE PHONE?

I TRIED HER OFFICE, BUT SHE ISN'T TAKING ANY CALLS FROM THE PRESS!

DO YOU MIND IF I ASK ***WHY*** YOU'VE BEEN TRYING TO REACH FLASH THOMPSON'S LAWYER?

ROBERTSON -IN-CHIEF

LOOK, BETTY, I KNOW THAT YOU AND THOMPSON GO BACK A WAYS, AND THAT YOU CARE FOR HIM!

DON'T GET YOUR HOPES UP, BUT THERE'S A CHANCE--***A CHANCE***--I MAY HAVE SOME INFORMATION WHICH CAN HELP HER DEFEND HIM!

BY THE WAY, HOW ARE THINGS BETWEEN YOU AND YOUR HUSBAND, NED?

NOT GOOD! I LOVE NED, BUT I JUST CAN'T SEEM TO MAKE HIM HAPPY!

TELL ME, ROBBIE, HAVE YOU EVER HOPED THAT SOMETHING WOULD WORK OUT--BUT, DEEP DOWN, YOU KNEW YOU COULDN'T LET IT?

...AND, IN LOCAL NEWS, THE MANHUNT CONTINUES FOR ESCAPED FUGITIVE FLASH THOMPSON, THE HOBGOBLIN...

CLICK

W-WHY DIDN'T YOU TELL ME ABOUT FLASH?

L-LONG ENOUGH!

PETER--?! HOW LONG HAVE YOU BEEN STAND-ING THERE?

WHAT GOOD WOULD IT HAVE DONE?

LOOK AT YOURSELF! YOU CAN'T HELP HIM NOW! YOU CAN BARELY WALK!

B-BATHROOM! MUST GET TO BATHROOM!

WHY DIDN'T YOU SAY SO, TIGER? JUST LEAN ON ME! WE'RE ALMOST THERE...

I'VE NEVER SEEN PETER SO WEAK, SO HELPLESS!

BUT, I STILL DON'T TRUST HIM!

HE AND HIS STUPID SENSE OF RESPONSIBILITY! THE SHAPE HE'S IN, HE'S JUST CRAZY ENOUGH TO TRY GOING AFTER FLASH, ANYWAY!

BUT, HE CAN'T GO WEB-SWINGING IN HIS UNDIES!

I'LL JUST SLIP HIS *COSTUME* OFF ITS HANGER, AND STASH IT IN...

OH, NO!

IT'S GONE!

PETER, DON'T DO IT!

DO YOU HEAR ME?

DON'T BE CRAZY--!

PETER--?!

I WAS HOPING A LITTLE WEB-SWINGING WOULD CLEAR MY MIND!

NO SUCH LUCK! UGH! IT'S POUNDING WORSE THAN BEFORE!

MARY JANE WAS RIGHT! THIS IS NUTS! I CAN BARELY FIRE MY WEBBING STRAIGHT!

THWIPP!

IF FLASH REALLY IS THE HOBGOBLIN, I WON'T HAVE A CHANCE AGAINST HIM!

BUT, IF HE ISN'T, HE NEEDS ME MORE THAN EVER!

OH, NO! WAS SO DIZZY I LET THE WEBBING SLIP FROM MY HAND--!

HAVE TO FLIP OVER AND LATCH ON TO THAT NEARBY WALL!

MADE IT--BUT, JUST BARELY!

EVERYTHING'S SPINNING! CAN'T CONCENTRATE!

DO I REALLY NEED THIS GRIEF?

MS. BANKS--!

CAN YOU SPARE A MOMENT?

I'M JOE ROBERTSON, EDITOR-IN-CHIEF OF THE DAILY BUGLE...

CAN'T YOU TAKE *NO* FOR AN ANSWER, MR. ROBERTSON?

I'VE ALREADY TOLD YOUR SECRETARY THAT I'M *NOT* GOING TO DISCUSS FLASH THOMPSON'S CASE WITH YOU--

--AND I MEANT IT!

I DON'T NEED THIS AGGRAVATION!

SLAMM!

MAYBE I SHOULD JUST FORGET THOMPSON, AND CONCENTRATE ON MY OWN PERSONAL PROBLEMS!*

*SEE ***PETER PARKER, THE SPECTACULAR SPIDER-MAN #117*** -- OWZ!

EVEN AS AN IRATE JOE ROBERTSON EXITS SHARON BANKS'S LAW OFFICES, A STARTLING FIGURE SOARS HIGH ABOVE THE MANHATTAN SKYLINE...

IT WOULD BE A REAL LAUGH IF SOMEONE SPOTTED ME UP HERE, AND REPORTED ME TO *X-FACTOR!*

NO SIGN OF SPIDER-MAN YET! I HOPE THE OTHERS ARE--

"--HAVING BETTER LUCK!"

I WONDER HOW THE WEB-SWINGER'S GOING TO REACT WHEN HE LEARNS THAT X-FACTOR'S BEEN HIRED TO GET HIM?

WELL, WELL, LOOKS LIKE I'LL GET TO ASK HIM THAT QUESTION IN PERSON!

BETTER CONTACT THE OTHERS--!

THE BEAST HAS SPOTTED OUR TARGET!

HOW SHOULD WE APPROACH HIM-- AS *MUTANTS*, OR AS THE *MUTANT HUNTERS?!*

IT'S A GAMBLE EITHER WAY!

BUT, I THINK WE'D BETTER SLIP OFF THESE X-FACTOR JUMPSUITS IF WE DON'T WANT THE PUBLIC TO REALIZE THAT WE'RE FRATERNIZING WITH THE ENEMY!

HOWEVER, AT THAT MOMENT...

UGN! SPIDER-SENSE WARNING ME OF DANGER--

--FROM BEHIND!

UH-OH! HE SEES ME!

RELAX, WALL-CRAWLER! I'M ON YOUR SIDE!

Y-YEAH, SURE! W-WHO ARE YOU? W-WHAT DO YOU WANT?

WHOA! SLOW DOWN, AND I'LL EXPLAIN!

J-JUST KEEP YOUR DISTANCE!

YOU ALL RIGHT?

YOU SOUND LIKE YOU'RE IN PAIN!

MAYBE I SHOULD...

C-CAN'T YOU HEAR?!

I...I TOLD YOU TO KEEP AWAY!

SUIT YOURSELF!

SHOULD HAVE REALIZED SPIDEY WOULDN'T RECOGNIZE ME--

--I WAS BLUE AND HAIRY THE LAST TIME WE MET!

YOU REALLY OUGHTA DO SOMETHING ABOUT THAT NASTY TEMPER, FELLA!

A-ANOTHER ONE--!

GOTCHA!

THIS GUY'S THE ANGEL, A FORMER X-MAN! WHY'S HE ATTACKING ME?

CAN'T TAKE ANY CHANCES WITH HIM! WITH THE WAY MY HEAD'S STILL ACHING, I'M IN NO CONDITION FOR A PROLONGED BATTLE!

PWAM!

T-TAKE YOUR PAL BACK!

H-HE'D ONLY CLASH WITH THE REST OF MY BUTTERFLY COLLECTION!

UNN DON'T WANT TO FIGHT, ANYMORE! DON'T EVEN WANT TO BE SPIDER-MAN!

I RECENTLY DECIDED TO RETIRE MY WEBS FOR GOOD,* BUT I CAN'T DO THAT WHILE MY FRIEND, FLASH THOMPSON, IS STILL IN TROUBLE WITH THE LAW!

H-HEY..!

*ISSUE#275-- OWZ!

LOOKS LIKE SOME NEW PEOPLE HAVE JOINED THE PARTY!

I RECOGNIZE SOME OF THESE JOKERS! THEY'RE FORMER *X-MEN* WHO NOW CALL THEMSELVES THE *X-TERMINATORS*--

--AND THEY'VE BEEN SEEN BATTLING THOSE ANTI-MUTANT *X-FACTOR* PEOPLE!*

WHY ARE THEY AFTER ME?!

*SEE *X-FACTOR* #7 -- OWZ!

STOP IT, ICEMAN! YOU'RE ONLY ANTAGONIZING SPIDER-MAN!

YOU SAW THE WAY HE ATTACKED THE BEAST, AND THE ANGEL!

MAYBE JAMESON'S RIGHT! MAYBE HE IS A MENACE!

HEAD'S POUNDING SO LOUD THAT I CAN BARELY HEAR THEM!

BUT, IT SOUNDS LIKE THEY'RE PREPARING TO ATTACK!

W-WELL, IF THERE'S GOT BE A FIGHT--

--IT'S GONNA BE ON *MY* TERMS!

WHEW WHAT A DAY! I DON'T EVEN KNOW WHO WAS ROUGHER ON ME...THE POLICE OR THE PRESS!

CAN'T WAIT TO GET HOME, AND SLIP INTO A NICE WARM--

MS. BANKS--?

YOU'VE BEEN HOUNDING ME ALL DAY, MR. ROBERTSON! DON'T YOU EVER GIVE UP?

NOT WHEN AN INNOCENT LIFE IS CONCERNED!

TAKE A LOOK AT THESE PICTURES! THEY MAY HELP YOU DEFEND YOUR CLIENT!

WHAT?!

YOU'VE BEEN TRYING TO HELP ME? AFTER ALL THE GRIEF I PUT YOU THROUGH?!

MR. ROBERTSON, MORE PEOPLE SHOULD HAVE YOUR SENSE OF RESPONSIBILITY!

E-EVERY MOMENT IS PURE AGONY--

--BUT, I GOTTA FORCE MY ARM FORWARD!

GOTTA KEEP FIGHTING!

GOOD WORK, MARVEL GIRL! YOU'VE MANAGED TO ENSNARE HIM WITHIN A TELEKINETIC COCOON!

MAYBE WE CAN TALK NOW!

GET DOWN!

MY EYEBEAM WILL PULVERIZE THAT DEBRIS BEFORE IT CAN STRIKE US!

HURRY! C-CAN'T HOLD HIM MUCH LONGER!

C-CAN'T CONCENTRATE! IF ONLY MY HEAD WOULD CLEAR!

OH, NO! T-THE ONE CALLED BEAST IS SPRINGING FORWARD--!

W-WHAT'S WRONG WITH YOU PEOPLE? W-WHY'D YOU SUDDENLY TURN BAD?

S-SOME OF YOU USED TO BE X-MEN! W-WHY'D YOU FORM THE X-TERMINATORS? W-WHY ATTACK ME?!

I-IS X-FACTOR RIGHT? A-ARE ALL MUTANTS A THREAT TO HUMANITY?!

ICEMAN, MANEUVER 140!

RIGHT--!

ONE SUPER-DELUXE ICESLIDE AT YOUR SERVICE!

I'LL TAKE THE HIGH ROAD, CYCLOPS!

AND, I'LL TAKE THE LOW!

ONLY ONE CHANCE--!

GOTTA FLIP MYSELF OUT OF THE PATH OF THEIR JOINT ATTACK!

OH, NO! I SENSE ANOTHER DANGER, BUT IT'S TOO LATE TO CHANGE MY DIRECTION--!

GOT HIM!!

PWOK!

SO GREAT IS THE FORCE OF THE ANGEL'S BLOW THAT IT SENDS SPIDER-MAN CRASHING INTO MARVEL GIRL...

AND THEN...

JEANIE--!

I...I'M HER ONLY HOPE... EVEN THOUGH IT MEANS...LEAVING MYSELF...OPEN TO ANOTHER ATTACK!

G-GOTTA MAKE THIS ONE COUNT! W-WON'T GET A SECOND CHANCE--!

THWIPP

C-CAN'T HOLD ON FOR LONG! H-HEAD'S REALLY POUNDING! EVERYTHING'S SPINNING! I...I'M STARTING TO LOSE IT...

H-HELP ME! P-PLEASEEEE÷

HE...PASSED OUT!

GOOD! HE'LL NEVER HAVE TO KNOW THAT I COULD HAVE TELE-KINETICALLY SAVED MYSELF!

NOW WHAT--?

THAT'S THE QUESTION...

DO WE TURN HIM OVER TO J. JONAH JAMESON-- OR DO WE TRY TO HELP HIM?

AFTER WHAT'S HAPPENED HERE...

...WE DON'T HAVE MUCH CHOICE, *DO WE?!*

DAILY BUGLE

WHERE HAVE YOU BEEN, ROBBIE?

JAMESON'S BEEN CRAWLING THE WALLS LOOKING FOR YOU!

HE WANTS YOU IN HIS OFFICE *PRONTO!*

I'M ALREADY ON MY WAY!

YOU WHAT--?!

WHAT'S GOING ON IN THERE? JJJ DOESN'T SOUND LIKE HE'S VERY HAPPY!

WE ARE RETURNING YOUR RETAINER, MR. JAMESON. X-FACTOR CANNOT ACCEPT YOUR ASSIGNMENT.

WHY NOT?

AFTER EXTENSIVE RESEARCH, WE CAN ONLY CONCLUDE THAT SPIDER-MAN IS *NOT* A MUTANT!

WHO CARES ABOUT THAT? I WANT THAT WEB-SWINGING STOOGE LOCKED UP!

PERHAPS, YOU SHOULD CONSULT WITH ONE OF THE LOCAL LAW ENFORCEMENT AGENCIES!

WE ARE SPECIALISTS, SIR. WE ONLY DEAL WITH MUTANTS.

YOU'RE *FRAUDS*--THAT'S WHAT YOU ARE--AND YOU HAVEN'T HEARD THE LAST OF THIS MATTER!

HAVE A GOOD DAY, SIR.

PLEASE FEEL FREE TO CALL US IF YOU EVER HAVE A *REAL* MUTANT PROBLEM!

OF ALL THE NERVE--!

ROBBIE, I WANT YOU TO FLAY THEM ALIVE!

DO A FULL EXPOSE' IN THE BUGLE! TURN PUBLIC OPINION AGAINST THEM!

NO.

I WANT TO WRITE AN EDITORIAL THAT DEMANDS--*WHAT?!*

I DISLIKE THOSE PEOPLE AS MUCH AS YOU DO--

--BUT, WE HAVE A RE-SPONSIBILITY TO OUR READERS!

IF YOU WANT, I'LL ASSIGN REPORTERS TO INVESTIGATE THEM--AND WE'LL PRINT THE *REAL* FACTS--GOOD OR BAD--BUT, I WON'T DO A HATCHET JOB FOR YOU!

HERE'S MY KEY TO THE EXECUTIVE WASHROOM.

I MAY NOT BE NEEDING IT AFTER TODAY!

IT'S YOUR CHOICE! YOU CAN SEND DOWN YOUR EDITORIAL, OR MY KEY IN THE INTER-OFFICE MAIL.

I WON'T NEED BOTH!

÷UGNN÷

TAKE IT EASY, MAN! YOU'VE BEEN ASLEEP FOR HOURS!

SORRY ABOUT THE FIGHT EARLIER!

MY FRIENDS AND I WERE ACTUALLY TRYING TO *HELP* YOU!

REALLY? YOU HAD ME FOOLED!

WE HEARD THROUGH THE MUTANT GRAPEVINE THAT X-FACTOR WAS LOOKING FOR YOU!

ME? I THOUGHT THEY ONLY HUNTED...ER ...MUTANTS.

J. JONAH JAMESON HIRED THEM!

WHY AM I NOT SURPRISED?

THESE ANTI-MUTANT GROUPS MUST REALLY BE GIVING YOUR PEOPLE A HARD TIME!

YEAH, BUT A LOT OF US STILL BELIEVE THAT MUTANTS AND HUMANS CAN CO-EXIST PEACE-FULLY.

WE'VE BANDED TOGETHER FOR SELF-PROTECTION!

WE CAME LOOKING FOR YOU TODAY TO EXTEND THAT PROTECTION. WE HAVE A PLACE YOU CAN STAY... AND BE SAFE!

THANKS, ANYWAY, BUT I'M JUST A NORMAL GUY BENEATH THIS ZOOT SUIT! I DON'T NEED A SPECIAL PLACE TO HIDE!

I DON'T LIKE LYING TO SPIDER-MAN, BUT I CAN'T TRUST ANY OUTSIDER WITH THE TRUE SECRET OF X-FACTOR!

TAKE CARE, WEB-SPINNER!

THE TWO OF US AREN'T ALL THAT DIFFERENT--

--THE GENERAL PUBLIC WILL ALWAYS DISTRUST AND FEAR US BOTH!

YEAH, BUT YOU'LL ***ALWAYS*** BE A MUTANT! MY WALL-CRAWLING DAYS WILL BE OVER--

--JUST AS SOON AS I FIND FLASH THOMPSON, AND STRAIGHTEN THINGS OUT BETWEEN HIM AND THE LAW!

UNNF HEAD STILL ACHES--BUT THAT LITTLE NAP SEEMS TO HAVE HELPED A BIT!

COVERING A SPECTACULAR TWENTY-FIVE FEET, THE AMAZING SPIDER-MAN BOUNDS INTO THE NIGHT, AS HE CONTINUES THE DESPERATE SEARCH FOR HIS FRIEND...

DAILY BUGLE

INTER-OFFICE MAIL FOR YOU, MR. ROBERTSON!

THANK YOU, JOHN.

INTER-OFFICE

ANYBODY EVER TELL YOU THAT YOU CAN REALLY BE AN UNSWERVING, UNREASONABLE, PIG-HEADED, OLD GOAT ON OCCASION?

I LEARNED FROM A MASTER!

HARRUMPF! CARE FOR A DRINK AFTER WORK?

I'D PREFER A COFFEE!

THAT BIT WITH THE KEY WAS REAL IMPRESSIVE. I NEVER REALIZED YOU HAD SUCH A FLAIR FOR THE DRAMATIC.

WELL, SOMETIMES THE *END* DOES JUSTIFY THE MEANS!

Shadowcat